

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

IN RE ALTA MESA RESOURCES, INC.  
SECURITIES LITIGATION

Case No. 4:19-cv-00957

Judge George C. Hanks, Jr.

**DEFENDANTS’ MOTION TO FILE UNDER SEAL  
DEFENDANTS’ OPPOSITION TO CLASS PLAINTIFFS’  
MOTION TO STRIKE THE KPMG MEMO AND EXHIBITS 1-4**

Pursuant to Rule 6 of the Administrative Procedures for Electronic Filing in Civil and Criminal Cases, Section 6(C)(7) of the Court’s Procedures and the Parties’ Stipulation and Protective Order (ECF Nos. 174, 190), Defendants Alta Mesa Resources, Inc., Riverstone Holdings, LLC, Harlan H. Chappelle, Stephen S. Coats, Michael E. Ellis, William D. Gutermuth, James T. Hackett, Pierre F. Lapeyre Jr., David M. Leuschen, Donald R. Sinclair, Ronald J. Smith, Jeffrey H. Tepper, Thomas J. Walker, and Diana J. Walters (together, “Defendants”) hereby request leave of Court to file under seal the unredacted version of the following: Defendants’ Opposition to Class Plaintiffs’ Motion to Strike the KPMG Memo with accompanying Exhibits 1-4 (the “Protected Materials”).

**BACKGROUND**

On June 1, 2021, the parties filed a Stipulation and Protective Order, which the Court approved on August 17, 2021 (the “Protective Order”) (ECF Nos. 174, 190). The Protective Order allows the parties to designate certain sensitive materials as “Confidential” or “Confidential – Attorney’s Eyes Only.” ECF No. 190 ¶¶ 4-9. If a party

later files a document that it has designated “Confidential” or “Confidential – Attorney’s Eyes Only,” the party must file a motion to file under seal pursuant to the Court’s procedures and the Protective Order. *Id.* ¶ 24.

When a party files designated materials under seal (as required by Paragraph 24 of the Protective Order), the parties must “meet-and-confer” before, or within five (5) business days of, the filing “to discuss whether any or all of the documents require being submitted under seal, or should remain under seal.” *Id.* ¶¶ 14, 24. If the parties “are unable to reach agreement, the party objecting to the filing under seal may file a motion to unseal.” *Id.* ¶ 14.

Pursuant to the Protective Order, counsel for Defendants notified all parties on February 8, 2024 of their intent to file their Opposition to Class Plaintiffs’ Motion to Strike the KPMG Memo and accompanying declaration, appendices, and exhibits under seal. No parties oppose the motion.

### **ARGUMENT**

This Court maintains “supervisory power” over its own docket and should act to deny public access to documents “where court files might . . . become a vehicle for improper purposes.” *SEC v. Van Waeyenberghe*, 990 F.2d 845, 848 (5th Cir. 1993) (quoting *Nixon v. Warner Commc’ns, Inc.*, 435 U.S. 589, 598 (1978)). Courts routinely seal the sensitive business and financial information of parties, recognizing that such information is subject to use for “improper purposes.” *See Udoewa v. Plus4 Credit Union*, 754 F. Supp. 2d 850, 884 (S.D. Tex. 2010) (granting a motion to seal where “[t]he excerpts from the [documents] at issue contain extensive financial information of a sort that is often

kept confidential”) (citing *Cooper Tire & Rubber Co. v. Farese*, 2009 WL 514071, at \*1 (N.D. Miss. Feb. 27, 2009) (sealing “sensitive financial documents”)).

### CONCLUSION

Pursuant to Paragraph 24 of the Protective Order, the Protected Materials “must be filed under seal on CM/ECF.” Protective Order ¶ 24. Defendants therefore request that the Court grant this unopposed Motion to Seal and order the Protected Materials to remain sealed.

### APPENDIX OF MATERIALS TO BE SEALED

Ex. No.	Description
-	Defendants’ Opposition to Class Plaintiffs’ Motion to Strike the KPMG Memo
1	February 7, 2023, Excerpted Deposition Transcript of Kaye Rasmusson (KPMG 30(b)(6)) (Class)
2	2018 Alta Mesa Resources, Inc. Form 8-K, filed with the SEC on July 9, 2018
3	July 6, 2018, KPMG Engagement Letter to Alta Mesa Resources, Inc. (AMR_SDTX00806090)
4	May 16, 2019, Email from Hershell Cavin to Mark Zajac, et al. re: US DPP Clearance Form FDC No. US-19-05-9340 Alta Mesa Resources Inc. (with attached KPMG Memo) (CP-020, KPMG-AMH-ea201 8YE0006922)

Dated: February 9, 2024

Respectfully submitted,

By /s/ J. Christian Word

J. Christian Word  
Attorney-in-Charge for Defendants  
DC Bar No. 461346  
S.D. Tex. Bar No. 3398485  
**LATHAM & WATKINS LLP**  
555 Eleventh Street, NW  
Suite 1000  
Washington DC 20004  
Tel: (202) 637-2200  
Fax: (202) 637-2201  
Christian.Word@lw.com

Of Counsel:

Heather A. Waller  
IL Bar No. 6302537  
S.D. Tex. Bar No. 2886108  
Daniel Robinson (*pro hac vice*)  
IL Bar No. 6339592  
**LATHAM & WATKINS LLP**  
330 North Wabash Avenue, Suite 2800  
Chicago, IL 60611  
Tel: (312) 876-7700  
Fax: (312) 993-9767  
Heather.Waller@lw.com  
Daniel.Robinson@lw.com

Stephen T. Nasko (*pro hac vice*)  
D.C. Bar No. 1779366  
**LATHAM & WATKINS LLP**  
555 Eleventh Street, NW  
Suite 1000  
Washington DC 20004  
Tel: (202) 637-2200  
Fax: (202) 637-2201  
Stephen.Nasko@lw.com

*Counsel for Defendants Alta Mesa Resources, Inc., f/k/a Silver Run Acquisition Corporation II; Riverstone Holdings LLC; Harlan H. Chappelle; Stephen S. Coats; Michael E. Ellis; William D. Gutermuth; James T. Hackett; Pierre F. Lapeyre, Jr.; David M. Leuschen; Donald R. Sinclair; Ronald J. Smith; Jeffrey H. Tepper; Thomas J. Walker; and Diana J. Walters*

Walter M. Berger  
TX Bar No. 00798063  
Attorney-in-Charge  
**WINSTON & STRAWN LLP**  
800 Capitol Street, Suite 2400  
Houston, TX 77002-2925  
Tel: (713) 615-2699  
Fax: (713) 651-2700  
cberger@winston.com

Of Counsel:  
Katherine A. Preston  
TX Bar No. 24088255  
**WINSTON & STRAWN LLP**  
800 Capitol Street, Suite 2400  
Houston, TX 77002-2925  
Tel: (713) 615-2699  
Fax: (713) 651-2700  
kpreston@winston.com

John E. Schreiber (*pro hac vice*)  
CA Bar No. 261558  
**WINSTON & STRAWN LLP**  
333 S. Grand Ave., 38th Floor  
Los Angeles, CA 90071  
Tel: (213) 615-1700  
Fax: (213) 615-1750  
jschreiber@winston.com

*Co-Counsel for Defendants Harlan H. Chappelle and Michael E. Ellis*

**CERTIFICATE OF SERVICE**

I certify that on February 9, 2024, a true and correct copy of the foregoing document was filed with the Clerk of Court using the CM/ECF system, which will send electronic notification of such filing to all counsel of record.

*/s/ J. Christian Word*

\_\_\_\_\_  
J. Christian Word